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**Return Date:
July 23, 2009
10:00 a.m.**

**Attorneys for International Union of Electronic,
Electrical, Salaried, Machine and Furniture Workers,
Communications Workers of America ("IUE-CWA")**

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)
In re DELPHI CORPORATION, et al.,) Chapter 11
))
) 05-44481 (RDD)
Debtors.)) (Jointly Administered)

**PRELIMINARY OBJECTION OF IUE-CWA TO MOTION FOR ORDER
AUTHORIZING AND APPROVING THE EQUITY PURCHASE AND
COMMITMENT AGREEMENT PURSUANT TO SECTIONS 105(a), 363(b),
503(b) AND 507(a) OF THE BANKRUPTCY CODE**

The IUE-CWA, by and through its counsel, hereby files this Objection to the Request for (I) Confirmation of Modified First Amended Plan of Reorganization; or (II) Approval of Sale of Substantially All Assets Outside of the Ordinary Course of Business Pursuant to § 363 of the Bankruptcy Code. In support of this Objection, the IUE-CWA respectfully states as follows:

1. IUE-CWA respectfully submits that the relief requested by the Debtors' Motion is not authorized by the Bankruptcy Code, and is not in the best interest of the Debtors' estates and creditors. IUE-CWA is therefore filing this objection in order to create a contested matter and permit it to take discovery regarding the Motion.

2. IUE-CWA expressly reserves the right to supplement or amend this objection upon the conclusion of discovery and prior to the hearing on the Motion.

WHEREFORE, IUE-CWA respectfully requests that the Court enter an Order denying the Motion, and granting such other and further relief as this Court deems just and proper.

Dated: New York, New York
July 9, 2009

Respectfully submitted,

KENNEDY, JENNIK & MURRAY, P.C.
Counsel for IUE-CWA

By:

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